

**OFFICE OF THE SECRETARY OF STATE
STATE OF MISSISSIPPI
BUSINESS REGULATION AND ENFORCEMENT DIVISION**

In The Matter Of:)	
)	
Positive News Increase, Inc.;)	
Anthony Darrell Harris;)	Administrative Hearing
William Brown; and)	Number: <u>S-05-0513</u>
William Eli Brown III)	
)	
RESPONDENTS.)	

**FINAL CEASE AND DESIST ORDER
AND ORDER IMPOSING ADMINISTRATIVE PENALTY**

I. JURISDICTION

COMES NOW, James O. Nelson, II, Assistant Secretary of State, on behalf of Eric Clark, Secretary of State for the State of Mississippi (hereinafter "Secretary"), after having served a Summary Cease and Desist Order on POSITIVE NEWS INCREASE, INC.; ANTHONY DARRELL HARRIS; WILLIAM BROWN; and WILLIAM ELI BROWN, III, (collectively hereinafter "Respondents") by Certified Mail, who have wholly failed to respond within the time allowed by the applicable rules, hereby issues this Final Cease and Desist Order and Order Imposing Administrative Penalty regarding Respondents' violations of the Mississippi Securities Act (hereinafter "Act").

II. FINDINGS OF FACT

1. Positive News Increase, Inc. (hereinafter "PNI") is a company purportedly incorporated in Belize, Central America, with a last known address of 3970 Pembroke Avenue, Mobile, Alabama 36608. PNI was not registered as a broker-dealer or an investment adviser with the Division at any time prior to the issuance of this order.

2. Anthony Darrell Harris (hereinafter "Harris") is a natural person and a resident of Alabama. Harris is the owner of PNI. Harris's last known address is 3970 Pembroke Avenue, Mobile, Alabama 36608. Harris was not registered as a broker-dealer or agent with the Division at any time relevant herein. Harris was registered with the Division as a broker-dealer agent in the employ of Prudential Securities from March 6, 2000, through September 20, 2001.

3. William Brown (hereinafter "Brown") is a natural person and a resident of Alabama. Brown is an employee of PNI. Brown's last known address is 2723 Dawes Road, Mobile, Alabama 36695. Brown was not registered as a broker-dealer or agent with the Division at any time relevant herein.

4. William Eli Brown, III, (hereinafter "Brown III") is a natural person and a resident of Alabama. Brown III acted as an agent on behalf of PNI. Brown III's last known address is 6700 Wall Street, Apartment Number 18T, Mobile, Alabama 36695. Brown III was registered with the Division as a broker-dealer agent in the employ of Trustmark Financial Services, Inc., from September 15, 1999, through March 26, 2002. Brown III was not registered as a broker-dealer agent in the employ of PNI with the Division at any time relevant herein.

5. The Division discovered information revealing that Respondents Harris, Brown, and Brown III offered and/or sold shares of PNI stock in Mississippi to Mississippi residents. The stock offered and/or sold by Respondents was not registered with the Division. Respondents were not registered with the Division to sell the PNI stock.

6. On March 14, 2006, the Division issued a Summary Cease and Desist

Order and Notice of Intent to Impose Administrative Penalty (hereinafter "Order") against Respondents. The Order indicates that Respondents shall have thirty (30) days from the date of receipt of the Order to give written notice to the Division requesting a hearing on the matters contained in the Order.

7. On March 27, 2006, the Division mailed a true and correct copy of the Order to Respondents.

8. On April 7, 2006, the Division received the Order, addressed to PNI, returned and marked, "Attempted, Not Known."

9. On June 14, 2006, the Division delivered a true and correct copy of the Order, addressed to PNI, to the Secretary of State pursuant to Miss. Code Ann. § 75-71-703.

10. On June 15, 2006, the Division mailed a true and correct copy of the Notice of Service and Affidavit of Compliance to PNI pursuant to Miss. Code Ann. § 75-71-703. The Division sent the Notice of Service and Affidavit of Compliance, via certified mail, to PNI's last known address of 3970 Pembroke Avenue, Mobile, Alabama 36608.

11. On June 23, 2006, the Division received the Notice of Service and Affidavit of Compliance, addressed to PNI, returned and marked, "Address Unknown."

12. On April 7, 2006, the Division received the Order, addressed to Brown III, returned and marked, "No Such Number."

13. On June 14, 2006, the Division delivered a true and correct copy of the Order, addressed to Brown III, to the Secretary of State pursuant to Miss. Code Ann. § 75-71-703.

14. On June 15, 2006, the Division mailed a true and correct copy of the Notice of Service and Affidavit of Compliance to Brown III pursuant to Miss. Code Ann. § 75-71-703. The Division sent the Notice of Service and Affidavit of Compliance, via certified mail, to Brown III's last known address of 6700 Wall Street, Apartment Number 18T, Mobile, Alabama 36695.

15. On June 23, 2006, the Division received the Notice of Service and Affidavit of Compliance, addressed to Brown III, returned and marked, "No Such Number."

16. On April 4, 2006, the Division received the Order, addressed to Harris, returned and marked, "No Such Number."

17. On July 11, 2006, the Division delivered a true and correct copy of the Order, addressed to Harris, to the Secretary of State pursuant to Miss. Code Ann. § 75-71-703.

18. On July 13, 2006, the Division mailed a true and correct copy of the Notice of Service and Affidavit of Compliance to Harris pursuant to Miss. Code Ann. § 75-71-703. The Division sent the Notice of Service and Affidavit of Compliance, via certified mail, to Harris' last known address of 3970 Pembroke Avenue, Mobile, Alabama 36608.

19. On July 24, 2006, the Division received the Notice of Service and Affidavit of Compliance, addressed to Harris, returned and marked, "Undeliverable as Addressed."

20. To date, Respondents have not contacted the Division regarding the Order.

21. Because Respondents failed to respond within the time allowed by the

applicable rules, the Division issues this Final Cease and Desist Order and Order Imposing Administrative Penalty.

III. APPLICABLE STATUTORY PROVISIONS

- 22. The previous paragraphs are incorporated herein by reference.
- 23. With respect to the offer and sale of securities, Section 75-71-401 of the

Act states:

...it is unlawful for any person to offer or sell a security in the State of Mississippi unless (1) it is registered under this chapter or (2) the security or transaction is exempted under article 3 of this chapter.

- 24. Section 75-71-105(k) of the Act states:

"Person" means an individual, (or) a corporation...

- 25. Section 75-71-105(n) of the Act states:

"Security" means any note; stock; treasury stock; bond; debenture; evidence of indebtedness; certificate of interest or participation in any profit-sharing agreement...

- 26. Section 75-71-119 of the Act states:

(a)...[Section] 75-71-401...appl[ies] to persons who sell or offer to sell when (1) an offer to sell is made in this state...

(c)...an offer to sell or to buy is made in this state whether or not either party is then present in this state when the offer (1) originates from this state or (2) is directed by the offeror to this state...

- 27. Section 75-71-301 of the Act states:

...it is unlawful for any person to transact business in this state as a broker-dealer or agent unless he is registered under this chapter.

- 28. Rule 803 of the Mississippi Securities Act Rules states the following, in

relevant part:

A Requesting Party must file a written Request for Hearing with the Secretary of State within thirty (30) days after service of the temporary or summary order or notice entered by the Securities Division....

IV. CONCLUSIONS OF LAW

29. The previous paragraphs are incorporated herein by reference.

30. The Secretary of State has jurisdiction over this matter and the parties pursuant to Section 75-71-107(a) of the Mississippi Securities Act.

31. Respondents violated Section 75-71-301 of the Mississippi Securities Act by transacting business as a broker-dealer and/or agent in Mississippi without registering as such.

32. Respondents violated Section 75-71-401 of the Mississippi Securities Act by offering and selling unregistered securities within the State of Mississippi.

VI. PUBLIC INTEREST

The Division issues this Final Cease and Desist Order and Order Imposing Administrative Penalty in the public interest and for the protection of investors consistent with the purposes of the Act.

VII. ORDER

IT IS THEREFORE ORDERED, pursuant to the authority set out in the Act, that Respondents, POSITIVE NEWS INCREASE, INC.; ANTHONY DARRELL HARRIS; WILLIAM BROWN; and WILLIAM ELI BROWN, III, shall permanently CEASE AND DESIST FROM ACTIVITY IN, OR ORIGINATING FROM, THE STATE OF MISSISSIPPI in connection with the offer and/or sale of securities. In addition, POSITIVE NEWS INCREASE, INC.; ANTHONY DARRELL HARRIS; WILLIAM BROWN; and


WILLIAM ELI BROWN, III, shall each pay a fine in the amount of Twenty Five Thousand Dollars (\$25,000.00) payable to the "Mississippi Secretary of State" within fifteen (15) days from the date of this Final Cease and Desist Order and Order Imposing Administrative Penalty.

BE ADVISED THAT a willful violation of this Final Cease and Desist Order and Order Imposing Administrative Penalty may be punishable upon conviction by a fine of not more than Twenty-Five Thousand Dollars (\$25,000.00) or five (5) years imprisonment, or both, in addition to civil and administrative remedies available to the Division.

ISSUED, this, the 10 day of AUGUST 2006.

ERIC CLARK
Secretary of State

BY:


JAMES O. NELSON, II
Assistant Secretary of State
Business Regulation and Enforcement

Nathan Thomas, MSB # 100496
Mississippi Secretary of State's Office
Post Office Box 136
700 North Street
Jackson, Mississippi 39205-0136
(601) 359-6366

CERTIFICATE OF SERVICE

I, Nathan Thomas, do hereby certify that I have this day mailed, via Certified, Mail, postage pre-paid, a true and correct copy of the Final Cease and Desist Order and Order Imposing Administrative Penalty to the following:

Positive News Increase, Inc.
3970 Pembroke Avenue
Mobile, Alabama 36608

Anthony Darrell Harris
3970 Pembroke Avenue
Mobile, Alabama 36608

William Brown
2723 Dawes Road
Mobile, Alabama 36695

William Eli Brown, III
6700 Wall Street
Apartment Number 18T
Mobile, Alabama 36695

This, the 15th day of August 2006.



NATHAN THOMAS
Senior Attorney